
EXTRAORDINARY GENERAL MEETING

Date : 23 November 2021
Place : 2 Changi North Street 1, Singapore 498828
Present : Refer to the Attendance Lists

The Chairman of the Board, Mr Lee Tiam Nam (“**Chairman**”) presided at the Extraordinary General Meeting (“**EGM**” or the “**Meeting**”) of the Company.

Chairman welcomed the shareholders to the EGM conducted via electronic means as permitted under the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings) Order 2020 and introduced the members of the Board to the shareholders.

QUORUM

After ascertaining the quorum, Chairman called the meeting to order at 10.00 a.m.

NOTICE

The Notice of the EGM, with the consent of the shareholders, was taken as read.

Shareholders have been invited to submit questions prior to the EGM via email to the Company and it was noted that no question was received.

Chairman informed the shareholders of the following:-

- 1) All the resolutions tabled at the EGM would be voted by way of poll.
- 2) Shareholders who wish to vote on any or all of the resolutions had been requested to submit their proxy form to appoint the Chairman of the Meeting to vote on their behalf. It was noted that the Company did not receive any question from shareholders and questions will not be taken from the shareholders at this Meeting.
- 3) All the resolutions would be proposed by Chairman in his capacity as Chairman of the Meeting.
- 4) That Resolutions 2, 3 and 4 as set out in the Notice of the EGM are conditional upon the passing of Resolution 1 as a special resolution, but not vice versa. This means that if Resolution 1 is not approved, all of Resolutions 2, 3 and 4 will not be duly approved as well. A special resolution proposed is approved when it is passed by a majority consisting at least 75% of the total number of votes cast for and against such resolution at a meeting of shareholders.
- 5) The validity of the proxies submitted by shareholders by the submission deadline had been reviewed and the votes of all such valid proxies had been counted and verified.
- 6) Entrust Advisory Pte Ltd and Tricor Barbinder Share Registration have been respectively appointed as Scrutineer and Polling Agent.

SPECIAL RESOLUTION 1: THE PROPOSED TRANSFER OF LISTING OF THE COMPANY FROM THE CATALIST TO THE MAINBOARD OF THE SINGAPORE EXCHANGE SECURITIES TRADING LIMITED (“SGX-ST”)

IT WAS RESOLVED THAT –

- (a) approval be and is hereby given for the Company to transfer its listing from the Catalist to the Mainboard of the SGX-ST (the “**Proposed Transfer**”); and
- (b) the Directors of the Company and each of them be and is hereby authorised to complete and do all such acts and things (including executing all such documents and ancillary agreements and to make all such amendments thereto as may be required in connection with the Proposed Transfer) as they or he may consider necessary, desirable or expedient or in the interests of the Company to give effect to the Proposed Transfer.

The motion was put to vote by poll and the results were as follows:-

	No. of Shares	Percentage (%)
No. of votes in favour of the Resolution	240,152,000	99.9958%
No. of votes against the Resolution	10,000	0.0042%
No. of votes abstained from voting on the Resolution	-	-

Chairman declared the motion carried.

ORDINARY RESOLUTION 2: THE PROPOSED ADOPTION OF THE NEW SHARE ISSUE MANDATE

IT WAS RESOLVED THAT –

- (a) Resolution 6 (Authority to allot and issue shares) under the heading “Special Business” referred to in the notice of Annual General Meeting dated 5 April 2021, which was approved by Shareholders at the annual general meeting of the Company held on 27 April 2021, be revoked in its entirety with effect from the date of transfer of the listing of the Company from Catalist to the Mainboard of the Singapore Exchange Securities Trading Limited;
- (b) pursuant to Section 161 of the Companies Act, Chapter 50 of Singapore (the “Act”) and Rule 806 of the Mainboard Rules of the SGX-ST (“**Mainboard Rules**”), the Directors of the Company be authorised and empowered to:
 - (i) allot and issue shares in the capital of the Company (“**Shares**”) whether by way of rights, bonus or otherwise; and/or
 - (ii) make or grant offers, agreements or options (collectively, “**Instruments**”) that might or would require Shares to be issued, including but not limited to the creation and issue of (as well as adjustments to) warrants, debentures or other instruments convertible into Shares, at any time and upon such terms and conditions and for such purposes and to such persons as the Directors may in their absolute discretion deem fit pursuant to Section 161 of the Act and Rule 806 of the Mainboard Rules; and
 - (iii) issue Shares in pursuance of any Instruments made or granted by the Directors while this Resolution was in force, notwithstanding that the authority conferred by this Resolution may have ceased to be in force at the time of such issuance of Shares,provided that:
 - (1) the aggregate number of Shares to be issued pursuant to this Resolution (including Shares to be issued in pursuance of the Instruments, made or granted pursuant to this Resolution), shall not exceed fifty per cent (50%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings)(as calculated in accordance with sub-paragraph (2) below), of which the aggregate number of Shares to be issued other than on a pro-rata basis to existing shareholders of the Company shall not exceed twenty per cent (20%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings) (as calculated in accordance with sub-paragraph (2) below);

- (2) (subject to such manner of calculation as may be prescribed by the SGX-ST) for the purpose of determining the aggregate number of Shares that may be issued under subparagraph (1) above, the percentage of total issued Shares shall be based on the total issued Shares (excluding treasury shares and subsidiary holdings) at the time this Resolution is passed, after adjusting for: (i) new Shares arising from the conversion or exercise of any convertible securities; (ii) new Shares arising from exercising of share options or vesting of share awards outstanding and/or subsisting at the time of the passing of this Resolution, provided the share options or share awards (as the case may be) were granted in compliance with Part VIII of Chapter 8 of the Mainboard Rules; and (iii) any subsequent bonus issue, consolidation or sub-division of Shares. Adjustments in accordance to subparagraphs 2(i) and 2(ii) above are only to be made in respect of new shares arising from convertible securities, share options or share awards which were issued and outstanding or subsisting at the time of the passing of the resolution approving the mandate;
- (3) in exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the Mainboard Rules for the time being in force (unless such compliance has been waived by the SGX-ST), all applicable legal requirements under the Act and the Constitution for the time being of the Company; and
- (4) the authority conferred by this Resolution shall, unless revoked or varied by the Company in general meeting, continue to be in force until the conclusion of the next annual general meeting of the Company or the date by which the next annual general meeting of the Company is required by law to be held, whichever is the earlier.

The motion was put to vote by poll and the results were as follows:-

	No. of Shares	Percentage (%)
No. of votes in favour of the Resolution	234,302,000	97.5600%
No. of votes against the Resolution	5,860,000	2.4400%
No. of votes abstained from voting on the Resolution	-	-

Chairman declared the motion carried.

ORDINARY RESOLUTION 3: THE PROPOSED AMENDMENTS TO THE EXISTING GVT EMPLOYEE SHARE OPTION SCHEME

IT WAS RESOLVED THAT –

- (a) the Proposed Amendments to the Existing GVT ESOS Rules (“**GVT ESOS Rules**”) as set out in Appendix A to the Circular be and are hereby adopted and approved;
- (b) the Directors be and are hereby authorised to offer and grant options in accordance with the provisions of the modified GVT ESOS Rules and pursuant to Section 161 of the Act, to allot and issue from time to time such number of fully paid-up shares in the capital of the Company as may be required to be issued pursuant to the exercise of options under the modified GVT ESOS Rules; and
- (c) the Directors of the Company and/or any of them be and are hereby authorised to complete and do all such acts and things (including executing such documents as may be required) as they and/or he may consider necessary, expedient, incidental or in the interests of the Company to give effect to the transactions contemplated and/or authorised by this Resolution.

The motion was put to vote by poll and the results were as follows:-

	No. of Shares	Percentage (%)
No. of votes in favour of the Resolution	48,654,000	70.3137%
No. of votes against the Resolution	20,541,600	29.6863%
No. of votes abstained from voting on the Resolution	170,966,400	N/A

Chairman declared the motion carried.

ORDINARY RESOLUTION 4: THE PROPOSED AMENDMENTS TO THE EXISTING GVT PERFORMANCE SHARE PLAN

IT WAS RESOLVED THAT –

- (a) the Proposed Amendments to the Existing GVT PSP Rules (“**GVT PSP Rules**”) as set out in Appendix B to the Circular be and are hereby adopted and approved;
- (b) the Directors be and are hereby authorised to offer and grant awards in accordance with the provisions of the modified GVT PSP Rules and pursuant to Section 161 of the Act, to allot and issue from time to time such number of fully paid-up shares in the capital of the Company as may be required to be issued pursuant to the vesting of awards under the modified GVT PSP Rules; and
- (c) the Directors of the Company and/or any of them be and are hereby authorised to complete and do all such acts and things (including executing such documents as may be required) as they and/or he may consider necessary, expedient, incidental or in the interests of the Company to give effect to the transactions contemplated and/or authorised by this Resolution.

The motion was put to vote by poll and the results were as follows:-

	No. of Shares	Percentage (%)
No. of votes in favour of the Resolution	48,654,000	70.3137%
No. of votes against the Resolution	20,541,600	29.6863%
No. of votes abstained from voting on the Resolution	170,966,400	N/A

Chairman declared the motion carried.

TERMINATION OF MEETING

There being no other business, the Meeting ended at 10.10 a.m. with a vote of thanks to the Chairman.

CONFIRMED AS A TRUE RECORD OF MINUTES

LEE TIAM NAM
Chairman

*This document has been reviewed by the Company's Sponsor, CIMB Bank Berhad, Singapore Branch ("**Sponsor**") in accordance with Rule 226(2)(b) of the SGX-ST Listing Manual Section B: Rules of Catalist. This document has not been examined or approved by the SGX-ST and the SGX-ST assumes no responsibility for the contents of this document, including the correctness of any of the statements or opinions made or reports contained in this document. The contact person for the Sponsor is Mr Jason Chian, Head, Corporate Finance, CIMB Bank Berhad, Singapore Branch, at 30 Raffles Place #04-01, Singapore 048622, Telephone: +65 6337 5115.*

ATTENDANCE LISTS

Physical attendance

Management

Lee Tiam Nam, Ricky
Ng Wai Yuen, Julian
Robby Sucipto

Executive Chairman
Chief Executive Officer
Chief Financial Officer

Attendance via web conference

Board of Directors

Liew Yoke Pheng, Joseph
Pong Chen Yih
Heng Su-Ling, Mae
Loke Wai San

Lead Independent Director
Independent Director
Independent Director
Non-Executive Director

Company Secretary

Yap Peck Khim

Professionals

Sponsors
Share registrar
Poll agent
Scrutineer

CIMB Bank Berhad, Singapore Branch
Tricor Barbinder Share Registration Services
Tricor Barbinder Share Registration Services
Entrust Advisory Pte. Ltd.

Shareholders

Due to the restriction on the use of personal data pursuant to the provisions of the Personal Data Protection Act 2012, the name of the shareholders and proxies present at the meeting will not be published in this minutes.